

EXHIBIT A

Nevada Articles of Organization, Conversion, & Incorporation

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

May 20, 2009

Job Number: C20090515-2129
Reference Number: 00002291904-07
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20050195168-47	Articles of Organization	1 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Chris Thomann
Certificate Number: C20090515-2129
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
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DEAN HELLER
 Secretary of State
 206 North Carson Street
 Carson City, Nevada 89701-4299
 (775) 684 5700
 Website: secretaryofstate.biz

Articles of Organization
Limited- Liability Company
 (PURSUANT TO NRS 86)

Filed in the office of <i>Dean Heller</i> Dean Heller Secretary of State State of Nevada	Document Number	20050195168-47
	Filing Date and Time	05/25/2005 1:48 PM
	Entity Number	E0324282005-2

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Limited- Liability Company:	Impact Telecom, LLC
2. Resident Agent Name and Street Address: <small>(must be a Nevada address where records may be served)</small>	The Corporation Trust Company of Nevada Name 6100 Neil Road, Suite 500 Reno NEVADA 89511 Physical Street Address City State Zip Code Additional Mailing Address City State Zip Code
3. Dissolution Date: <small>(OPTIONAL - see instructions)</small>	Latest date upon which the company is to dissolve (if existence is not perpetual): _____
4. Management: <small>(check one)</small>	Company shall be managed by _____ Manager(s) OR <input checked="" type="checkbox"/> Members
5. Names, Addresses of Members or Managers: <small>(attach additional copies as necessary)</small>	Bob Beaty Name 365 Thom Apple Way Castle Rock CO 80108 Address City State Zip Code Name Address City State Zip Code Name Address City State Zip Code
	Bob Beaty Name <i>Bob Beaty</i> Signature 365 Thom Apple Way Castle Rock CO 80108 Address City State Zip Code
	I hereby accept appointment as Resident Agent for the above named limited liability company. Authorized Signature of R.A. or On Behalf of R.A. Company <i>[Signature]</i> Date <i>May 24, 2005</i>

This form must be accompanied by appropriate fees. See attached fee schedule.



ROSS MILLER
 Secretary of State
 204 North Carson Street, Ste 1
 Carson City, Nevada 89701-4299
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 Website: www.nvsos.gov

Filed in the office of <i>[Signature]</i> Ross Miller Secretary of State State of Nevada	Document Number 20090242578-99 Filing Date and Time 03/12/2009 1:00 PM Entity Number E0324282005-2
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Articles of Conversion
 (PURSUANT TO NRS 92A.205)
Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Articles of Conversion
 (Pursuant to NRS 92A.205)

1. Name and Jurisdiction of organization of constituent entity and resulting entity:

Impact Telecom, LLC Name of constituent entity	
Nevada Jurisdiction	Limited Liability Company Entity type *
and,	
Impact Telecom, Inc. Name of resulting entity	
Nevada Jurisdiction	Corporation Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.338.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .



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Articles of Conversion

(PURSUANT TO NRS 92A.205)

Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: Mr. Robert Besty

c/o:

9250 E. Costilla Avenue, Ste. 400, Greenwood Village, CO 80

5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240) * :

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity

Robert J. Besty
 Signature

President
 Title

5-10-09
 Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00


IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.



Nevada Secretary of State 92A Conversion Page 2
 Revised: 7-1-06



ROSS MILLER
Secretary of State
206 North Carson Street
Carson City, Nevada 89701-4299
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Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20090242579-00 Filing Date and Time 03/12/2009 1:00 PM Entry Number E0324282005-2
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Articles of Incorporation
(PURSUANT TO NRS CHAPTER 78)

USE BLACK INK ONLY - DO NOT HIGHLIGHT		ABOVE SPACE IS FOR OFFICE USE ONLY	
1. Name of Corporation:	Impact Telecom, Inc.		
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: <u>The Corporation Trust Company of Nevada</u> Name		
	<input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below)		
	Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity		
6100 Neil Road, Suite 500		Reno	Nevada 89511
Street Address		City	Zip Code
Mailing Address (if different from street address)		City	Zip Code
3. Authorized Stock: (number of shares corporation is authorized to issue)	Number of shares with par value: _____	Par value per share: \$ _____	Number of shares without par value: <u>1000</u>
4. Names and Addresses of the Board of Directors/Trustees: (each Director/Trustee must be a natural person at least 18 years of age; attach additional page if more than two directors/trustees)	1) <u>Bob Beaty</u> Name		
	<u>365 Thom Apple Way</u> Street Address		<u>Castle Rock</u> <u>CO</u> <u>80108</u> City State Zip Code
	2) _____ Name		
Street Address		City	State Zip Code
5. Purpose: (optional; see instructions)	<u>The purpose of the corporation shall be:</u> <u>Telecommunications</u>		
6. Name, Address and Signature of Incorporator: (attach additional page if more than one incorporator)	<u>Bob Beaty</u> Name		 Incorporator Signature
	<u>365 Thom Apple Way</u> Address		<u>Castle Rock</u> <u>CO</u> <u>80108</u> City State Zip Code
7. Certificate of Acceptance of Appointment of Registered Agent:		<u>I hereby accept appointment as Registered Agent for the above named Entity.</u>	
 Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity		<u>Jonathan L. Miles Asst. Sec.</u> Date	<u>3-11-09</u>

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 78 Articles
Revised on 7-1-08

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **IMPACT TELECOM, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 25, 2005, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on January 9, 2012.



ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20120109-0231
You may verify this electronic certificate
online at <http://www.nvsos.gov/>